

ANNEXURE II

Format of Compliance Report on Corporate Governance

Name of the Company: UNITED DRILLING TOOLS LIMITED

Date: 23-03-2013

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
I Board of Directors	49 I		
(A) Composition of Board	49 (IA)	YES	
(B) Non-executive Directors' compensation & disclosures	49 (IB)	YES	
(C) Other provisions as to Board and Committees	49 (IC)	YES	
D) Code of Conduct	49 (ID)	YES	
II. Audit Committee	49 (II)	YES	
(A) Qualified & Independent Audit Committee	49 (IIA)	YES	
(B) Meeting of Audit Committee	49 (IIB)	YES	
(C) Powers of Audit Committee	49 (IIC)	YES	
(D) Role of Audit Committee	49 (IID)	YES	
(E) Review of Information by Audit Committee	49 (IIE)	YES	
III. Subsidiary Companies	49 (III)	N.A.	There is no Subsidiary
IV. Disclosures	49 (IV)		
(A) Basis of related party transactions	49 (IV A)	N.A.	Will be complied with at the AGM
(B) Disclosure of Accounting Treatment	49 (IV B)	N.A.	Will be complied with at the AGM
(C) Board Disclosures	49 (IV C)	N.A.	Will be complied with at the AGM
(D) Proceeds from public issues, rights issues, preferential issues etc.	49 (IV D)	N.A.	There is no issues
(E) Remuneration of Directors	49 (IV E)	N.A.	Will be complied with



			at the AGM
(F) Management	49 (IV F)	N.A.	Will be complied with at the AGM
(G) Shareholders	49 (IV G)	N.A.	Will be complied with at the AGM
V. CEO/CFO Certification	49 (V)	N.A.	Will be complied with at the AGM
VI. Report on Corporate Governance	49 (VI)	N.A.	Will be complied in the next Annual Report
VII. Compliance	49 (VII)	N.A.	Will be complied in the next Annual Report

Note:

- 1) The details under each head shall be provided to incorporate all the information required as per the provisions of the Clause 49 of the Listing Agreement.
- 2) In the column No.3, compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the Clause 49 I of the Listing Agreement, "Yes" may be indicated. Similarly, in case the company has no related party transactions, the words "N.A." may be indicated against 49 (IV A).
- 3) In the remarks column, reasons for non-compliance may be indicated, for example, in case of requirement related to circulation of information to the shareholders, which would be done only in the AGM/EGM, it might be indicated in the "Remarks" column as - "will be complied with at the AGM". Similarly, in respect of matters which can be complied with only where the situation arises, for example, "Report on Corporate Governance" is to be a part of Annual Report only, the words "will be complied in the next Annual Report" may be indicated.

